

**THIRD CORRIGENDUM TO DETAILED PUBLIC STATEMENT PUBLISHED
ON JULY 9, 2014 AND CORRIGENDUM TO THE LETTER OF
OFFER DATED DECEMBER 8, 2014 FOR ATTENTION OF THE SHAREHOLDERS OF
PRIME FOCUS LIMITED**

Registered Office: Prime Focus House, Linking Road, Opp. Citibank, Khar (West), Mumbai – 400 052, India

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CIN: L92100MH1997PLC108981; **Email:** ir.india@primefocusworld.com; **Website:** www.primefocusltd.com

Open Offer for acquisition of up to 7,77,08,534 equity shares of Re. 1 each ("**Equity Shares**") of Prime Focus Limited ("**Target Company**") from the public shareholders of the Target Company by Reliance MediaWorks Limited ("**Acquirer**") along with Reliance Land Private Limited ("**PAC 1**"), Mr. Namit Malhotra ("**PAC 2**"), Mr. Naresh Malhotra ("**PAC 3**") and Monsoon Studio Private Limited ("**PAC 4**") (PAC 1, PAC 2, PAC 3 and PAC 4 collectively being, the "**PAC**"), in their capacity as persons acting in concert with the Acquirer ("**Open Offer**") ("**Offer**"), pursuant to and in compliance with Regulation 3(1) read with Regulation 3(3) along with Regulation 3(2) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**SEBI (SAST) Regulations**") at an offer price of Rs. 52 per Equity Share ("**Offer Price**").

This third corrigendum ("**Corrigendum**") to the Detailed Public Statement published on July 9, 2014 ("**DPS**"), the corrigendum to the DPS published on July 22, 2014 ("**Corrigendum 1**") and corrigendum to the DPS published on December 16, 2014 ("**Corrigendum 2**") and the Letter of Offer dated December 8, 2014 ("**LoF**") is being issued by Centrum Capital Limited ("**Manager to the Offer**") for and on behalf of the Acquirer and the PAC to the Shareholders of the Target Company. This Corrigendum should be read in continuation of, and in conjunction with, the public announcement issued on July 2, 2014 ("**PA**"), the DPS, Corrigendum 1, Corrigendum 2 and LoF.

The shareholders of the Target Company are requested to kindly note the following developments from the date of LoF :

- a) The long stop date, as defined in the BTA and the SSSA, has been extended till March 31, 2015 as some of the conditions are still pending.
- b) The Board of Target Company has approved January 28, 2015 as the date of next extra-ordinary general meeting for considering and re-approving the Preferential Allotment.

The Open Offer shall continue and shall be completed as per the schedule set out in the LoF sent to the shareholders of the Target Company. The capitalized terms used in this Corrigendum shall have the same meaning ascribed to them under the LoF.

This Corrigendum shall be available on SEBI's website (www.sebi.gov.in) and on the website of Manager to the Offer (www.centrum.co.in).

Manager to the Offer

CENTRUM

Centrum Capital Limited

Centrum House, CST Road, Vidyanageri Marg,

Kalina, Santacruz (E),

Mumbai - 400 098

Tel: +91-22-42159000

Fax: +91-22-42159707

SEBI Registration No: INM000010445

Contact Person: Ms. Amandeep Sidhu

Email: pfl.openoffer@centrum.co.in

Registrar to the Offer

**LINK INTIME
INDIA PVT LTD**



Link Intime India Private Limited

C-13, Pannalal Silk Mills Compound,

LBS Marg, Bhandup (West), Mumbai - 400 078

Tel No: +91 22 61715400

Fax No: +91 22 25960329

Website: www.linkintime.co.in

SEBI Registration No: INR000004058

Contact Person: Mr. Ganesh Mhatre

Email: pfl.offer@linkintime.co.in

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER AND PAC

Sd/-
Reliance MediaWorks Limited

Sd/-
Namit Malhotra

Sd/-
Naresh Malhotra

Sd/-
Reliance Land Private Limited

Sd/-
Monsoon Studio Private Limited

Place: Mumbai

Date: December 31, 2014